

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

VISIBLE SYSTEMS CORPORATION,

Plaintiff

v.

UNISYS CORPORATION,

Defendant

Civil Action No. 04-CV-11610-RGS

**MOTION TO COMPEL  
RESPONSES BY DEFENDANT UNISYS CORPORATION  
TO INTERROGATORIES AND REQUESTS FOR PRODUCTION**

After five weeks of negotiating over a wide range of discovery disputes, *see* Certificate of Conferences of Counsel, *infra* at Part VI, Plaintiff Visible Systems Corporation (“Visible”) hereby moves to compel Defendant Unisys Corporation (“Unisys”) to (a) respond to nine requests for production, and (b) answer eleven interrogatories.

This motion is filed in tandem with Visible’s motion to compel Unisys to designate corporate representative(s) to testify as to the matters identified in plaintiff’s notice of deposition pursuant to Rule 30(b)(6). The two motions are filed separately, because Unisys has designated its answers to interrogatories and responses to production requests as confidential under the Protective Order in this action, thus necessitating that a portion of this motion – the request-by-request discussion – be filed under seal.

Visible’s two motions to compel are the result of a pattern of blanket objections and refusals to respond by Unisys. Whether in resisting the 30(b)(6) deposition notice, or in responding to interrogatories and production requests, Unisys repeatedly uses an array of objections in order to

(a) refuse to respond entirely or (b) re-interpret the discovery request in a narrow manner and then offer partial, selective responses.

Visible's discovery requests pertain to central issues of this trademark infringement action, including:

- (a) direct competition between the parties;
- (b) similarity of goods and services;
- (c) Unisys' use of a family of "Visible" marks in addition to "3D Visible Enterprise";
- (d) suggestiveness vs. descriptiveness of marks;
- (e) Unisys' prior knowledge of plaintiff's mark; and
- (f) Unisys' process and motives in selecting "Visible" as the centerpiece of its corporate-wide marketing efforts.

Each disputed discovery request is set forth and discussed individually in Motion to Compel Annex A filed herewith under seal. For the convenience of the Court, the following summary indicates how five central subject areas, as to which Unisys resists discovery, are inter-related to interrogatories, production requests, and 30(b)(6) matters at issue in the two motions.

#### **I. Major Subject Areas**

**(a) Unisys' refusal to furnish answers and documents concerning partners and strategic alliance participants in Unisys' "3D Visible Enterprise" campaign.**

Unisys objects on multiple grounds to:

- (i) Interrogatory No. 12, which seeks identification of such partners, a summary of their role regarding 3D Visible Enterprise, and the identification of persons with responsibility on both sides of the partner relationship;

(ii) Request for Production No. 10, which seeks copies of agreements between Unisys and its 3D Visible Enterprise partners; and

(iii) Notice of Deposition Pursuant to Rule 30(b)(6) ¶ 10, as to which Unisys agrees only to testify about the “general nature” of its relationship with those partners that are identified on Unisys’ public website.

Visible seeks this discovery because Unisys’ partner relationships show multiple aspects of direct competition between Unisys and Visible under the banner of “3D Visible Enterprise.” Third party documents accessible over the internet establish important aspects of this direct competition, and amply justify the discovery that Visible seeks. *See* discussion in Annex A re Interrogatory No. 12 and RFP No. 10, and the following Exhibits:

Exhibit A – Institute for Enterprise Architecture Developments website describes Visible’s Advantage modeling tool side-by-side with Proforma’s ProVision Suite modeling tool, in the market of enterprise architecture tools.

Exhibit B – Proforma’s website states that Unisys is reselling ProVision Suite, and that ProVision is a key component in Unisys’ 3D Visible Enterprise offering.

Exhibit C – Institute for Enterprise Architecture Developments website, Enterprise Architecture Tools Overview for 2006, shows by means of a chart that Visible is in the same market with IBM Rational as well as ProVision Suite.

Exhibit D – Gartner Inc. Data Modeling study in 2004 shows Visible Systems in same data modeling market as Unisys 3D Visible Enterprise partners IBM Rational, Oracle, Microsoft and Computer Associates, among others.

Exhibit E – Unisys website states it is a Reseller of IBM products

Exhibit F – Unisys website lists IBM, Microsoft, Proforma, Oracle, and Computer Associates as “partners” and/or strategic alliance participants

Exhibit G – Course syllabus from University of Pennsylvania’s Wharton School discusses Visible Analyst in same lecture with the competing software engineering modeling tools of Unisys’ 3D Visible Enterprise partners: IBM Rational, Microsoft, and Oracle.

The specifics of Unisys’ 3D Visible Enterprise partnerships – and not merely their “general nature” – are directly relevant to understanding many of the ways in which Unisys is competing directly in the same market with Visible under variants of the Visible name. Unisys’ partner relationships, since they involve the supplying of components for the 3D Visible Enterprise offering, are also relevant to understanding the similarity of the relevant goods and services of the parties. Specifics about the partner relationships, because they involve such direct competition between Unisys and Visible, are likely to lead to the discovery of further admissible evidence in ways not obvious from just the publicly available sources.

**(b) Unisys’ refusal to respond to production requests concerning its use of the name “Visible” apart from “3D Visible Enterprise.”**

Unisys objects on multiple grounds to Visible’s efforts to inquire into Unisys’ use of “Visible” as a name or mark in ways other than “3D Visible Enterprise.” *See* Requests for Production Nos. 7, 8, 11 and 14, *and* Interrogatories Nos. 1 and 10, *infra*. Visible’s investigation thus far has identified multiple ways in which Unisys uses “Visible” in what appear to be a wide-ranging marketing strategy, the common term of which is “Visible”: Clearly Visible, Global Visible Commerce, Right Time Visible Bank, 3D Visible, Visible Results, Visible Impact, Visible Breakthrough, Visible Metrics. *See* Exhibits H and J for examples of such usage from Unisys’ public website.

Visible is entitled to discovery into the full extent of Unisys' adoption of a family of marks that is identical to plaintiff's family of marks in using "Visible" as the universal pivotal term. Each of plaintiff's discovery requests about the term "Visible" is relevant to understanding the confusing similarity of Unisys' marks to Visible's marks.

**(c) Unisys repeatedly uses objections to vagueness, ambiguity, overbreadth, burden, and irrelevance, as a means to narrow each discovery request and then provide a partial, selective answer, production, or witness designation.**

Blanket objections of this sort are strongly disfavored in federal litigation. *See, e.g., Harding v. Dana Transport, Inc.*, 914 F. Supp. 1084, 1102 (D.N.J. 1996) (citing multiple cases from various jurisdictions).

Unisys' improper use of objections in this manner is seen in Requests for Production 7, 8, 9, 11 and 13, in Interrogatories Nos. 1, 4, 7, 10 and 13, and in the majority of 30(b)(6) deposition matters. In fact, the only instances where Unisys does not use this technique in its 30(b)(6) objections are those matters where Unisys refuses outright to designate a witness.

Unisys' strategy of narrowing-by-objection has enabled it thus far to:

(i) avoid producing any documents reflecting Unisys' internal deliberations and communications about selection of the mark "3D Visible Enterprise" – Unisys has narrowed the time frame as to which it agrees to respond, such its document production (consisting of only 1000 pages total) omits much of the scope of Visible Systems' requests.

(ii) avoid producing any documents reflecting the involvement of key Unisys persons who are known to have been at the center of the launch of "3D Visible Enterprise" – such as Joseph McGrath, the now CEO, who was described by former CEO Lawrence Weinbach in October 2004 as being responsible for the launch of 3D Visible Enterprise.

(iii) avoid producing documents related to Unisys' decisions to use "Visible" as the centerpiece of additional marks.

Unisys' strategy of objection-plus-narrowed-response has aptly been described in federal precedent as one that "hides the ball." Athridge v. Aetna Casualty and Surety Co., 184 F.R.D. 181, 190 (D.D.C. 1998). "It leaves the plaintiff wondering what documents are being produced and what documents are being withheld. Furthermore, it permits the defendant to be the sole arbiter of that decision." *Id.*

**(d) Unisys objects to portions of discovery requests about Business Blueprinting, as irrelevant to the claims and defenses in this action.**

Unisys originally launched its enterprise modeling offer in June 2003 as "Business Blueprinting." Press coverage from June 2003 described Business Blueprinting in terms virtually identical to Unisys' subsequent launch of 3D Visible Enterprise as an offering to model the four layers of strategy/vision, processes, applications, and IT (information technology) infrastructure. *See, e.g.*, Exhibit K – June 17, 2004 article from ComputerWeek.

Unisys' application to register "Business Blueprinting" as a trademark was rejected in December 2003 by the trademark examiner. In January 2004, Unisys renamed its enterprise modeling initiative internally as "3D Visible Enterprise." In subsequent months Unisys announced the new name to the outside world.

Business Blueprinting is relevant to understanding (i) the nature of Unisys' enterprise modeling offer, (ii) the nature of that offer immediately prior to and at the time of adoption of the mark "3D Visible Enterprise," (iii) channels of trade in which Unisys has offered enterprise modeling services that came to be known as "3D Visible Enterprise," and (iv) Unisys' motive for adopting a name that replaced Business Blueprinting as the main name of Unisys' enterprise

modeling initiative. Visible is also entitled to know if the key Unisys people involved in the Business Blueprinting initiative knew of the reputation of Visible in the enterprise modeling market.

Business Blueprinting is relevant to an additional issue central to this case: distinctiveness and suggestiveness vs. descriptiveness of the term “visible” in the field of enterprise modeling. Unisys contends that “visible” is a commonplace descriptive term in the relevant market. Yet it appears that Unisys itself, while operating in the enterprise modeling market under the name “Business Blueprinting,” before adopting Unisys’ family of “Visible” marks in 2004, did not use “visible” as a descriptive term in the course of its enterprise modeling activities.

Specifically:

(i) Unisys’ pre-2004 Business Blueprinting documents that Visible has accessed thus far – by accessing them from Unisys’ public website, and by reviewing two Business Blueprinting manuals incidentally produced by Unisys despite its objections to discovery about Business Blueprinting – do not contain any use of the word “visible.”

(ii) A Google search of the Unisys website for “business blueprinting” and “visible” but excluding “3D” (so as to yield only Business Blueprinting documents that are before or otherwise apart from the 3D Visible Enterprise initiative) yields only 2 results. The two results are for the same instance of Unisys using the term “visible.” And this one isolated instance is an extraneous use of “visible” having nothing to do with features or characteristics of enterprise modeling. *See* Exhibit K-1 hereto.

Unisys’ use of language in 2003 and 2004 is highly relevant to Unisys’ defenses – and to its recently added counterclaim seeking to invalidate some of Visible’s marks. Visible is

entitled to learn the full extent of the contrast between Unisys' commonplace descriptive use (or not) of "visible" in 2003 when the brand was Business Blueprinting, and Unisys' perhaps far different use of "visible" as the centerpiece of a consistent corporate branding campaign beginning 2004.

Appropriate discovery concerning Business Blueprinting will include:

- (i) answers to all parts of Interrogatory No. 7;
- (ii) response to Request for Production No. 20, including search of the Business Blueprinting sector of Unisys' intranet and extranet (not accessible to the public or to Visible without discovery), *see* discussion at RFP No. 20 in Annex A to this Motion; and
- (iii) designation of a corporate representative to testify concerning matters 5, 6 and 7 in Visible's Notice of Deposition Pursuant to Rule 30(b)(6), which seek to inquire into the nature, development, naming, and marketing of the Business Blueprinting offer as well as its successor 3D Visible Enterprise.

**(e) Unisys' prior knowledge of Visible**

Unisys denies that any relevant persons had knowledge of Visible as of the time of Unisys' decision to use "Visible" as the centerpiece of its corporate branding campaign. *See* Answer to Interrogatory No. 1, Annex A hereto.

Unisys refuses to allow a direct and straightforward way to ascertain if this was indeed the case: Electronic search of emails and other electronic documents, Request for Production No. 20.

Such an electronic search is all the more necessary in this case, because Unisys has produced few emails, and none at all from identifiable central figures in Unisys' 3D Visible Enterprise launch. Unisys' current CEO, Joseph McGrath, was publicly identified as the person



responsible for the launch of “3D Visible Enterprise” – see Exhibit L – yet he is not identified as participating in, or even being consulted as to, any decisions to use the mark “3D Visible Enterprise” or any marketing or promotion of that mark. *See* Unisys Answer to Interrogatory No. 1. Nor have any of his emails been produced. The same is true of Mr. McGrath’s direct report Dominick Cavuoto, who also had lead responsibility for 3D Visible Enterprise after McGrath was promoted. *See* Exhibit M. The same is also true of Lawrence Weinbach, CEO of Unisys as of the launch of “3D Visible Enterprise,” who apparently participated in and/or was consulted concerning the decision to adopt the name and the promotional activities therein involved. *See* Exhibit N (email produced by Unisys, classified Confidential and Attorneys Eyes Only under the Protective Order, and filed under seal with Annex A hereto).

Visible’s request for a search of emails and other electronic documents containing the word “Visible” or “visible” or “VISIBLE” relates to central issues in this case: (a) Unisys’ use (or not) of “visible” as a common descriptive term in the field of enterprise modeling before and apart from a corporate-wide marketing/branding campaign centered on that term; (b) the development of the term “3D Visible Enterprise” and decision to use “Visible” as a centerpiece during the period of late 2003 and early 2004 when “3D Visible Enterprise” succeeded “Business Blueprinting” as the dominant Unisys brand for enterprise modeling; (c) identifying who at Unisys knew what, and when, about “Visible” as the oldest name in the enterprise modeling market that Unisys strove to enter in 2003 and 2004.

Given the importance of the issues related to the search, Visible’s need for this discovery, Unisys’ failure to provide adequate production of emails and other electronic documents to date, and the relatively easy means of complying with the search request in nonburdensome ways, Visible’s request is entirely reasonable. The policy of the Federal Rules, as interpreted and

applied in the courts, makes it clear that Visible Systems is entitled to production of relevant, requested electronic documents. *See Playboy Enterprises, Inc. v. Welles*, 60 F.Supp.2d 1050, 1053-54 (S.D. Cal. 1999).

**(f) Visible's Reputation Among Those Being Trained in Modeling of Software and Systems**

Unisys has recently agreed to answer interrogatory no. 20 (*see* Annex A hereto, filed under seal) with the names of educational institutions where Unisys has recruited in recent years. This interrogatory, like subject matter no. 21 in Visible's 30(b)(6) deposition notice, is likely to disclose persons at Unisys with knowledge of Visible. Visible's investigation has found that Visible's modeling tools are included in the curriculum at a significant number of tech- or business-oriented universities in eastern Pennsylvania (where Unisys' headquarters are located) as well as New Jersey and New York (*e.g.*, U Penn Wharton School, Drexel Tech, Penn State, Lehigh, Rutgers, NYU Stern School of Business, Pace).

Visible has long been among the leading names in modeling tools used to train persons in software and system design and analysis courses, as well as business school information system courses. To the extent that Unisys employs persons knowledgeable in enterprise modeling, Unisys is likely to have persons knowledgeable about Visible.

A straightforward identification of where Unisys has in fact recruited is thus likely to lead to further discoverable evidence relevant to knowledge about Visible among personnel at Unisys.

**Summary Legal Analysis**

Visible's discovery requests, as set forth in Annex A to this Motion, are in every respect relevant to the issues of this action and likely to lead to the discovery of admissible evidence.

*See Klonoski v. Mahlab*, 156 F.3d 255, 267 (1<sup>st</sup> Cir. 1998), *cert. denied*, 526 U.S. 1039, 119 S.Ct. 1334, 143 L.Ed.2d 498 (1999), *quoting Oppenheimer Fund, Inc. v. Sanders*, 437 U.S. 340, 98 S.Ct. 2380, 57 L.Ed.2d 253 (1978) (the word 'relevant' "encompasses any matter that bears on, or that reasonably could lead to other matter that could bear on, any issue that is or may be in the case.")

As explained in detail in Annex A to this Motion to Compel, Unisys' objections and refusals to respond are groundless. Unisys' objections fail both for lack of merit and for untimeliness (*see* Procedural History, Pt. II *infra*).

Unisys makes blanket allegations of undue burden, but has not substantiated them, despite requests from Visible starting February 23, 2006.

Claims of undue burden must be timely substantiated, or they deserve no credence. "The federal courts reject out of hand claims of burdensomeness which are not supported by a specific, detailed showing, usually by affidavit, of why weighing the need for discovery against the burden it will impose permits the conclusion that the court should not permit it. . . . [the responding party's] unsubstantiated *ipse dixit* that the discovery sought is burdensome is insufficient." *Natural Resources Defense Council v. Curtis*, 189 F.R.D. 4, 13 (D.D.C. 1999), *citing Athridge, supra*, 184 F.R.D. at 191.

When a party fails to make its objections in a timely manner, it waives those objections. *See Krewson v. City of Quincy*, 120 F.R.D. 6, 7 (D. Mass. 1988) (dealing with a party's failure to file timely objections to a Rule 34 request). "Any other result would . . . completely frustrate the time limits in the Federal Rules and give a license to litigants to ignore the time limits for

discovery without any adverse consequences.” *Id.* (quoting Slauenwhite v. Bekum Maschinenfabriken, GmbH, 35 Fed. R. Serv.2d 975 (D. Mass. 1983)).

## **II. Procedural history of Visible Systems’ discovery requests to Unisys**

On November 23, 2005 Visible served on Unisys its first set of interrogatories and first requests for production. Unisys requested a 30 day extension of time to respond, because of upcoming trials involving both counsel for Unisys. Visible granted the requested extension. On January 16, 2006, counsel for Unisys requested a further 30 day extension, because the trials were not yet concluded, and offered a partial production of documents. Counsel for Visible agreed to a lesser extension, until February 13, 2006, on the understanding that Unisys would make a partial production before that date. Counsel for Visible stated he would consider a modest further extension if Unisys’ counsel’s trial continued a further three weeks.

Unisys did not respond to the discovery requests by February 13, 2006, did not make a partial production of documents, and did not request a further extension. On February 22, 2006, Unisys served its answers to interrogatories and responses to requests for production, raising a multitude of objections and providing an initial production totaling 283 pages. On March 27, 2006, Unisys provided a second production totaling approximately 700 pages.

## **III. Request-by-Request Discussion**

Filed separately as Annex A, under seal, as Unisys’ responses to production requests and interrogatories were classified as confidential in their entirety under the Protective Order in this action.

## **IV. Conclusion**

For the reasons stated above and in Annex A hereto, Visible respectfully requests the Court to grant an order:

- (a) compelling Unisys to respond in full to the interrogatories and requests for production set forth in Annex A to this Motion to Compel;
- (b) striking Unisys' objections to such interrogatories and requests for production, and Unisys' general objections, as groundless and untimely;
- (c) awarding Visible its costs and attorneys fees in preparing and filing this Motion to Compel; and
- (d) providing whatever other relief the Court deems just under the circumstances.

#### **VI. Certificate of Conferences of Counsel**

On February 23, 2006, the day after Unisys transmitted its responses to production requests and interrogatories, counsel for Visible informed Unisys' counsel in an hour-long telephone conference of the major deficiencies of Unisys' responses.

On February 24, 2006, Visible's counsel sent Unisys' counsel detailed interrogatory-by-interrogatory comments, which Unisys' counsel forwarded to his client before departing on a one-week vacation.

On March 6, 2006, the first day after Unisys' counsel's vacation, Visible sent its detailed RFP-by-RFP comments on Unisys' responses.

On March 9, 2006, counsel for Visible and Unisys held a more than hour-long telephone conference concerning the disputed issues as to interrogatories and production requests.

After a scheduled telephone conference for March 17, 2006 did not materialize, counsel for Visible and Unisys met in person on March 22, 2006 for an hour and a half of negotiations over disputed issues.

The conference continued by telephone for approximately two hours on March 23, 2006.

Counsel for Visible requested a further conference for March 29, 30 or 31, but Unisys did not comply. By that point, the parties had probably narrowed and defined issues as far as possible prior to resorting to the offices of this Court.

### **Request for Oral Argument**

Plaintiff Visible Systems requests oral argument on this motion.

### **Request for Relief**

Visible respectfully requests that the Court grant this motion and order that:

- (i) Unisys shall file supplemental responses to interrogatories nos. 1 through 7, and 10, 12, 14, and 20, and requests for production nos. 7 through 11, and 13, 14, 20, and 26, expeditiously within a designated timeframe following entry of the Court's order.
- (ii) Unisys' objections to said interrogatories and requests for production are overruled and stricken;
- (iii) Unisys shall pay Visible its costs and attorneys fees related to this motion; and
- (iv) such other relief shall be granted as is just and equitable under the circumstances.

Plaintiff, VISIBLE SYSTEMS CORPORATION

By its attorneys:

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Dated: April 5, 2006

**Certificate of Service**

I certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF).

/s/ Stephen H. Galebach  
Stephen H. Galebach

 [http://www.enterprise-architecture.info/EA\\_Tools.htm](http://www.enterprise-architecture.info/EA_Tools.htm)

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Exhibit A (page 1 of 1)



## Business Process Improvement & Management

### [ProVision EnterprisePro](#)

ProVision modeling suite provides an enterprise-wide process modeling environment that enables companies to quickly know, improve and implement the most cost effective and efficient business processes and systems. ProVision's sharable repository of integrated strategy, process and system models provides the framework to effectively model all dimensions of the enterprise and support initiatives such as process improvement, Six Sigma, ISO certification, enterprise architecture, requirements definition and application development.

# **Visible** *Advantage*

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Visible Advantage is a full life-cycle, integrated software engineering modeling tool that helps organizations to automate projects that involve business management, strategic business planning, new systems development, existing systems redevelopment, and information systems management. It fully supports all phases of the business planning and systems development life cycles.

Visible Advantage can be used to evaluate the business plan, data model, process model, and system design for quality, completeness, implementability, and consistency, allowing an organization to build, migrate, redesign, and integrate systems. It allows an organization to identify errors and inconsistencies before they become business or systems problems.





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### FACT SHEET

#### COMPANY

Proforma is a leading provider of enterprise modeling software and services that enable organizations to know and improve their business processes and systems. With Proforma solutions, global enterprises, government agencies, and systems integrators successfully perform business process analysis, business process management (BPM), enterprise architecture, simulation, ITIL, supply-chain, Six Sigma, and Sarbanes-Oxley Compliance initiatives.

#### PRODUCTS

The ProVision modeling suite is an enterprise-wide visual modeling environment that enables organizations to improve their performance and competitiveness. It provides modeling, analysis and simulation tools for all aspects of the enterprise, including strategy, processes, systems and technology.

#### The ProVision Enterprise Modeling Suite

- **ProVision Enterprise** is the industry leading enterprise modeling software for understanding and optimizing both business and IT. ProVision's web-based integrated repository of business processes and supporting systems and technology components provide the framework to effectively understand, analyze and improve all dimensions of the enterprise –who, what, why, where, when and how. When these enterprise concepts are understood and modeled, they collectively represent the architecture, or framework, for the organization, operation, and decision-making of an enterprise.

- **ProVision BPMx** (Business Process Management Xcellerator), the newest addition to the ProVision Modeling Suite, is designed to provide the foundation for all your process improvement initiatives and x-celerate your BPM implementation. ProVision BPMx provides end-to-end process modeling capabilities allowing our customers to model strategy, process and organizational responsibilities under one common framework. This superior process analysis, modeling and simulation environment is combined with industry acclaimed "ease of use" for both business and systems users. ProVision's integrated and shareable web-based repository of process knowledge is scalable and available to the entire enterprise.

- **ProServer** is the first web-based server application that enables organizations to manage business models and objects in a collaborative environment across the internet. ProServer's innovative technology allows business and systems analysts to build, manage, update and communicate business and system models across a wide-area network, enabling globally-distributed teams to work together under a common, model-based view of their enterprise. Its multi-user, remote-access web server provides real-time model development against a shared repository within ProVision.

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Proforma's ProPath reference models provide the knowledge base for defining the operations of key business functions. Pre-built reference models support many different industries, including [finance \(Sarbanes-Oxley compliance\)](#), [telecommunications](#), [Supply-Chain \(SCOR\)](#), [Design Chain \(DCOR\)](#), [Customer Chain \(CCOR\)](#), [Value Chain \(VCOR\)](#), [ITIL](#), [higher education](#) and [insurance](#).

[ProGuide methodology](#) provides an integrated set of repeatable "best practices" process models that an organization can successfully employ when performing model-based business process improvement, requirements analysis and application development projects.

### PROFESSIONAL SERVICES

Proforma provides a full range of services to guide customers through the challenges of today's business environment. Highly-skilled consultants and trainers bring the necessary experience to facilitate initiatives such as enterprise modeling, Business Process Improvement and requirements analysis.

### CUSTOMERS

Hundreds of elite organizations, including a substantial portion of the Global 500, have discovered the Proforma advantage. A few of them include General Motors, Oracle, Unisys, Lowes, AFLAC, EDS, and the U.S. Department of Defense.

### PARTNERSHIPS

Unisys-- ProVision is a key software component for defining business vision and process models in Unisys' strategic offering for its clients, 3-D Visible Enterprise. In addition, Unisys resells ProVision across the globe.

Oracle-- Proforma is an OEM provider to Oracle. Oracle has built ProVision Workflow models that illustrate how business processes will be automated when Oracle software is implemented.

Deloitte-- Using ProVision, Deloitte Touche Tohmatsu has built a set of "Industry Prints" for 19 different industries. These represent typical operations in those industries and are the starting point for typical engagements.

IBM-- ProVision supports IBM's Line of Visibility Enterprise Modeling (LOVEM) technique for business process improvement.

EDS has partnered with Proforma to bring a set of Finance and Audit models to the marketplace. These models were built to help companies become Sarbanes-Oxley compliant, and are often used as a "starter set" of models for those companies seeking to improve their financial operations.

Proforma also boasts technical alliances with: BPMI.org, OMG, Computer Associates, Microsoft, IBM, WARIA, The Open Group, Supply Chain Council-SCOR, Telemanagement Forum and ITIL.

### HISTORY

For more than a decade, privately-held Proforma has provided enterprise modeling solutions and services that support Business Process Improvement, BPM and Enterprise Architecture. Established in 1994 by an experienced group of executives and consultants, Proforma dedicated itself to the development of an enterprise modeling tool that could support organizational efforts throughout the full lifecycle of business process management. The ProVision tool was first launched in 1995. Firmly positioned as an industry leader, Proforma has enjoyed exponential growth over the last several years.

### MANAGEMENT

Ron Pellegrino, President and Chief Operating Officer  
Jerry Huchzermeier, Chairman and Chief Technical Officer

Brian James, Vice President of Product Development  
George Pateryn, Vice President of Sales  
David Ritter, Vice President of Enterprise Solutions

#### **LOCATIONS**

Southfield, Mich. - Headquarters  
Hillsborough, N.C.  
San Francisco, Calif.  
London - Proforma EMEA

#### **ON THE WEB**

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Thursday, Mar 23, 2006

Exhibit C submitted separately due to file size

Markets, M-22-2936  
M. Blechar, J. Duggan

**Research Note**  
26 March 2004

## **Magic Quadrant for Database Design Tools, 2004**

**Despite the rapid growth in business process analysis and Unified Modeling Language tools, database design tools will remain the most-popular and broadly deployed modeling technology.**

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### **Core Topic**

Application Development: Application  
Development Methodologies

### **Key Issues**

What practices in metadata and information  
management and modeling techniques and  
tools enable SODA and promote business  
understanding of technical  
implementations?

What methodologies will allow more-  
consistent project success?

### **Strategic Planning Assumption**

The CAGR of the database design tool  
market will range between 10 percent and  
20 percent through 2006 (0.7 probability).

Data modeling has become firmly established among designers and production administrators in application development (AD). The database design tool market is typical of a mature market, with three major leaders and only a few niche vendors and challengers. The combined annual growth rate (CAGR) of the database design tool market will range between 10 percent and 20 percent through 2006 (0.7 probability).

Despite the capabilities of Unified Modeling Language (UML) object-oriented (OO) solutions and business process analysis (BPA) tools to model data and generate database schemas, most large enterprises continue to complement these technologies with database design tools from the leading vendors, because of their best-of-breed strengths. However, data modelers will be working with OO projects more often and will want to develop techniques for working with the UML methods and tools. In some cases, they will be transitioning to using "classes" and components as the primary drivers of database design, as opposed to traditional entity-relationship-diagramming and transactional requirements (see "2004 Web Services Impact on Enterprise Information Management").

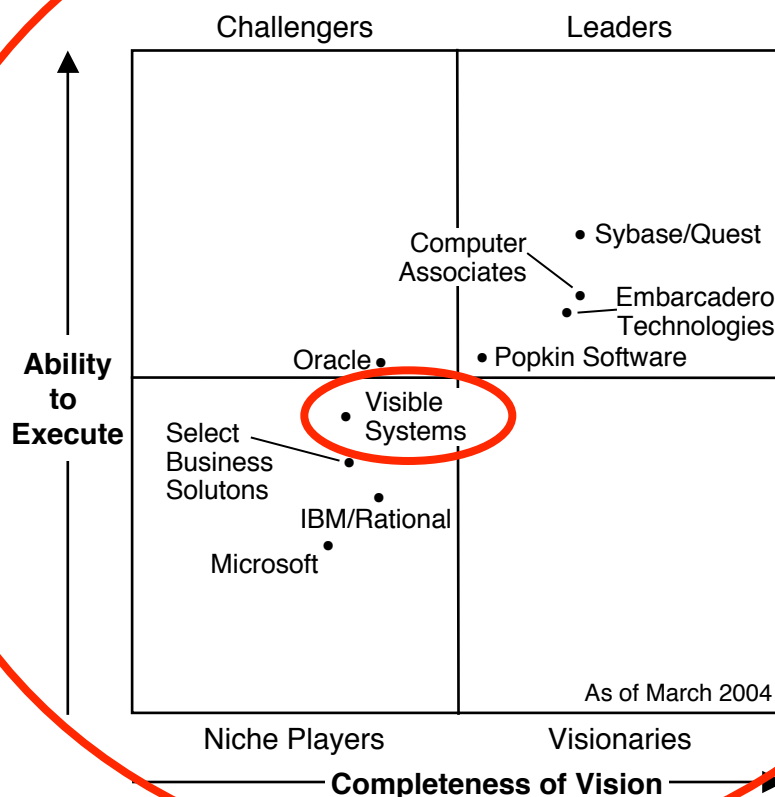
### **Gartner**

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We defined the issues and selection criteria for the database design tool market in "Issues in Data Modeling, 2004," "Database Design Tool Selection Criteria, 2004" and "Database Design Tool Functionality Criteria, 2004." Because there is a degree of data modeling and database design support in many categories of modeling tools, as well as application packages and development tools, we can't show all possible vendors. Therefore, the vendors depicted in the Database Design Tools Magic Quadrant (see Figure 1) were selected based on meeting at least one of three criteria:

- Products with at least 5 percent of database design market share in terms of new product licenses
- Tools that customers most frequently ask us about through Gartner's inquiry service
- Products that have niche characteristics that are significantly differentiated from the competitors, such as a specialty in a vertical market, geography, language or functionality

**Figure 1**  
**Magic Quadrant for Database Design Tools, 2004**



Source: Gartner Research (March 2004)

**Leaders Quadrant:** The 2004 leaders are Computer Associates International (CA), AllFusion ERwin Data Modeler; Embarcadero Technologies, ER Studio; Popkin Software, System Architect; and Sybase PowerDesigner and Quest Software QDesigner

(Sybase PowerDesigner is resold by Quest under the name QDesigner).

**Challengers Quadrant:** There is one challenger in 2004 — Oracle (Oracle Designer).

**Visionaries Quadrant:** There are no visionaries in the 2004 Magic Quadrant.

**Niche Players Quadrant:** The four niche vendors in 2004 are IBM/Rational (Rose Data Modeler), Microsoft (Visio), Select Business Solutions (Select Component Architect) and Visible Systems (Visible Analyst).

(For an in-depth analysis of the vendors in this Magic Quadrant, see "Database Design Tool Market Vendor Details, 2004.")

**Bottom Line:** Team support, facilities and breadth of database support are key differentiators among vendors in the database design tool market. A variety of offerings are available to suit particular needs. Increasingly, database design tools are adding integrated Unified Modeling Language and business process analysis modeling, and the interrelationships between these models will become important as enterprises adopt new service-oriented architectures. So, whether an enterprise selects best-of-breed solutions in the three areas of modeling tools or not, the selection should not be done independent of one another.

**Acronym Key**

|             |  |
|-------------|--|
| <b>AD</b>   | application development                      |
| <b>BPA</b>  | business process analysis                    |
| <b>CA</b>   | Computer Associates                          |
| <b>CAGR</b> | combined annual growth rate                  |
| <b>OO</b>   | object-oriented                              |
| <b>SODA</b> | service-oriented development of applications |
| <b>UML</b>  | Unified Modeling Language                    |

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# About Unisys

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## Partners

### IBM

**Headquarters:** Armonk, NY**Employees:** 329,000**Revenue:** \$96.3B

### Company profile

- IBM is the world's largest information technology company, with 80 years of leadership in helping businesses innovate. Drawing on resources from across IBM and key Business Partners, IBM offers a wide range of services, solutions and technologies that enable customers, large and small, to take full advantage of the new era of e-business.
- IBM has the world's largest IT research organization, with more than 3,000 scientists and engineers working at eight labs in six countries.
- Measured by revenue, IBM is the biggest provider of IT services (\$46B), hardware (\$31B) and financing (\$2.6B), and second in software (\$15B). 2004 revenues were \$96.3B.
- IBM clients include more than 90 percent of the communications, retail and electronic companies in the Fortune 500, and 675 Fortune 1000 companies. IBM also manages the majority of the world's banking customer data for the 100 top retail and corporate banks in the world.

### Relationship with Unisys

Unisys currently has relationships with many different IBM business units and is an IBM Business Partner in many countries in North America, Europe and Asia. Cooperation between the two companies includes solution development and implementation, systems integration, outsourcing and network management. Unisys currently participates in the IBM Alliance program as a Regional Systems Integrator with global coverage, is a member of the Reseller, Consultant and Integrator programs, and offers insurance industry solutions at an advanced level under the ISV program.

### Solutions

A key component of the **IBM strategic alliance with Unisys** is the partnership to deliver trusted, business-critical solutions into vertical markets. Through the combination of deep industry knowledge, experience and vision, the partnership offers a comprehensive set of strategy, development, integration, hardware, software and services--to help your business succeed. The partnership demands working closely with clients to identify and implement the right set of technology-enabled solutions for their complex environment, successfully transforming the way clients do business.

Joint solution offerings and services that IBM/Unisys provide to the marketplace are:



- Life Insurance Product/Policy Management Solutions for Financial Services
- Property & Casualty Solutions/General Insurance for Financial Services
- Health and Human Services Solutions for Public Sector
- Integrated Justice Information Solutions for Public Sector
- Identity and Access Management Systems for Security

**Technology**

Unisys Flexible Components for Product & Policy Management solution offers the flexibility and scalability of a component-based J2EE solution, built for Service-Oriented Architecture, and for a multi-line insurer. The components are managed with 3D Visible Enterprise (3D VE) models that capture relevant business knowledge, so that the solution does not become obsolete as technology or business trends shift.

The solution is optimized for IBM Middleware such as WebSphere Application Server, WebSphere MQ-Series and DB2 Universal Database, enabling the re-use of trusted best of breed infrastructure software and hardware, as well as complementary business applications such as ERP and CRM suites.

**Partner corporate site**

[www.ibm.com](http://www.ibm.com)

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Exhibit F

UNISYS

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## Partner Relationships

Industry Solutions  
Systems & Software  
Infrastructure  
Hardware  
Infrastructure  
Software  
Storage  
Security  
Alphabetical Listing

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## Alliances

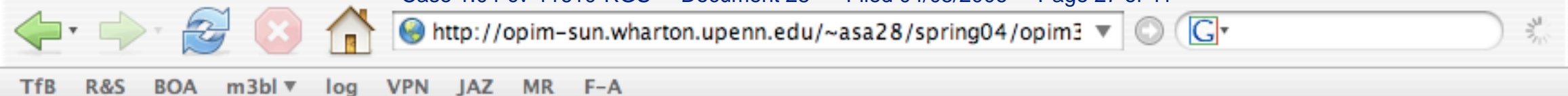
### Alphabetical Listing

#### A-M

Advanced Financial Solutions  
Alogent Corporation  
Aperta  
Ariba  
AttachmateWRQ  
Avanade  
Avaya  
BEA  
BISYS  
Brocade  
Check Point Software  
Cisco  
ClearStory Systems  
Comprehensive Software Systems  
Computer Associates  
Courion  
Data Connection Limited  
Dell  
Eclipsys  
edge IPK  
EMC  
Eurekify  
Fidelity Integrated Financial Services  
FileNet  
Hitachi Data Systems  
Hyperion  
IBM  
Intel  
ITI  
JBoss  
Microsoft

#### N-Z

NetEconomy  
NetIQ  
Nextel  
Nortel Networks  
Novell  
Nuance Communications  
Oracle  
Portrait  
Potomac Systems  
ProClarity  
Proforma  
QCSI  
R2K  
Red Hat  
Redwood Software  
RSA Security  
SAP  
SAS  
SBI  
Siebel  
SMA (Software & Management Associates)  
StorageTek  
Striata  
Sun Microsystems  
Telisma  
Thunderhead  
VERITAS  
Viisage  
VoiceGenie  
Wausau Financial Systems  
XAware



# Wharton

operations & information management

Exhibit G (page 1/2)

[http://opim-sun.wharton.upenn.edu/~asa28/spring04/opim316\\_661\\_spring\\_2004\\_schedule.htm](http://opim-sun.wharton.upenn.edu/~asa28/spring04/opim316_661_spring_2004_schedule.htm)

## OPIM 316/661: Systems Analysis, Design, and Implementation Spring 2004

### Schedule

(Lectures, Mandatory Readings, Assignments, Quizzes, Project)

This schedule is subject to negotiation and change - please consult regularly.

OPIM 316/661 Students: Please advise me of any *schedule problems* or *broken links*.

If you have a special scheduling requests, please let me know so I can try to accommodate them.

**Note: All reading is optional unless otherwise indicated.**

**An asterisk (\*) denotes essential reading.**

"Chap X" under Reading indicates a chapter from the prescribed text: Hoffer et al's "Modern Systems Analysis and Design (3rd Edition)".

Document templates and examples will be provided on a lecture-by-lecture basis. You can use the templates to complete your deliverables, and may improve the templates as you see fit.

This schedule is structured according to the major phases of the Systems Development Life Cycle:

**- BADBADM -**

**Business Case, Analysis, Design, Build/Buy, Assess/Test, Deploy, Maintain**

Your Project Workbook will be structured similarly.

(COURSE STARTUP)

http://opim-sun.wharton.upenn.edu/~asa28/spring04/opim3

TfB R&S BOA m3bl log VPN JAZ MR F-A

Exhibit G (page 2/2)

|             |  |  |                                       |
|-------------|--|--|---------------------------------------|
|             | <ul style="list-style-type: none"> <li>Project and Assignments</li> </ul>  |  |                                       |
| 15<br>(Thu) | Lecture 2:<br><br><b>SYSTEMS AND ARCHITECTURE</b> <ul style="list-style-type: none"> <li>What is a System?</li> <li>The Zachman Architecture</li> </ul>  | (A)*Chap 2<br>(B)*Bulk Pack: Zachman<br>(C)Bulk Pack: Sowa and Zachman | <b>OUT:</b> Project Ideas             |
| 20<br>(Tue) | Lecture 3:<br><br><b>COMPUTER-AIDED SOFTWARE ENGINEERING (CASE)</b> <ul style="list-style-type: none"> <li>CASE Tools Intro</li> <li><u>Project/Time Management Tools:</u> Microsoft Project, Galorath SEER</li> <li><u>Configuration/Artifact Management Tools:</u> Borland StarTeam, CVS (versioning)</li> <li><u>Modeling/Diagramming Tools:</u> Rational RequisitePro and Rational Rose, Visible Analyst, Microsoft Visio, Oracle Designer/2000, Sybase PowerDesigner</li> </ul> | *Chap 4  | <b>OUT:</b> Project Workbook Folders. |

## Exhibit H

# Unisys & The City of Baltimore



Print | Email | Close

## City of Baltimore Streamlined Citizen Services, Expedited Revenue Collections

### Imagine it.

Accelerating revenue collection and improving citizen services.

### Done.

The Baltimore Bureau of Treasury Management partnered with Unisys to automate and Web-enable tax billing and collection, achieving breakthrough levels of customer service.

#### Visible Breakthrough: Better Service, Faster Collections

The City of Baltimore has greatly enhanced customer service while speeding revenue collections.

#### Secure Business Operation

Online tax services

#### Visible Metrics

The Bureau has reduced costs by improving productivity and thus eliminating overtime. Customer service has improved, with a drastic reduction in call center hold times and resolution of customer inquiries with one call.

### Integrating Processes

As part of Baltimore's Department of Finance, the Bureau of Treasury Management is responsible for processing tax payments, utility bill payments and fines from citizens and city agencies. For many years, the Bureau relied on stand-alone cash registers for remittance processing. Billing staff provided walk-in and call-in customer support. These personnel also manually prepared daily collection reports and had to perform cumbersome searches through a microfilm archiving system in order to respond to customer inquiries.

All that has changed over the past several years, thanks to the Bureau's decision to engage Unisys as its technology consulting and implementation partner. Now, an integrated collections system, a fully staffed call center and an integrated property tax system are streamlining Bureau operations and improving service to businesses and individuals.

### Improving Customer Service

In 1999, the Bureau of Treasury embarked on a project to automate its remittance processing system to improve customer service. "We were looking for a company that could not only manage the program, but also be completely responsible for installation of the new system," recalls Louise Green, Finance Project Manager for the Department of Finance's Integrated Property Tax System. "We had worked with Unisys previously when they prepared a Technology Roadmap for us, and we felt they could help us join the 21st century from an operational standpoint."

Unisys took on the challenge, delivering an integrated front-end processing solution that encompasses image-enabled remittance processing, PC-based cashiering and image-enabled archiving and retrieval—all in just 18 months. Unisys then followed up with an integrated voice response (IVR) system and a new call center, which,

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# Technology Solutions

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Visible Results  
Reduced Cost of IT  
Implementation Speed  
Freedom of Choice

[Back to Open Source](#)**Open Source****Visible Results****Open Source. Clearly Visible.**

Using our 3D Visible Enterprise methodology, Unisys can create a comprehensive visibility "blueprint" of your Open Source environment. This blueprint will help you identify the often-unseen relationships between every layer of your enterprise. You can use it to "map" your business processes to the strategies each element serves. Use it as a guide as you build agility and flexibility into your business.

**Expanding our heritage**

Unisys has decades of experience engineering mission-critical systems for open platforms. We rely on this deep knowledge of enterprise systems as we develop Open Source strategies for our customers that deliver unprecedented cost savings, speed, control and security.

**Unisys 3D Visible Enterprise**

Gives you visibility up, down and across the enterprise, and even beyond organizational walls.

**Getting Started**

Want to create visibility and traceability in your organization? Get started with a 3D Visible Enterprise Experiential Workshop.

**Securing Web Applications with Unisys Application Defender**

The Key to Data Center Security PDF (29 KB)

**Protecting Java-based Applications**

A white paper about how our Application Defender product protects J2EE applications. PDF (1 MB)

**Is it right for your business?**

[Contact Unisys](#)



Computer Weekly 6-17-03

## **Unisys launches XML-based modelling software to align IT with business vision**

by Lindsay Clark

Tuesday 17 June 2003

**IT services and hardware company Unisys believes it can help IT directors solve the age-old problem of business computing: how to align IT with the business vision.**

The supplier has developed software to model business strategy and how it drives business processes, IT applications and infrastructure.

It said early customers of the Business Blueprinting system had reduced product cycle times by up to 40%, improved productivity by as much as 100% and created savings of up to 60% on existing processing costs.

"It is not a new challenge," said Katrina Menzigian, IDC director of business solutions and business process outsourcing services research. "What [Unisys] is doing is bringing a more coherent presentation of the problem and a way of talking about it that resonates with people struggling with the challenge."

Business Blueprinting, according to Unisys, will do for building IT services what Cad/Cam software achieved with mechanical systems. The company says that by modelling stages in the creation of an IT system - vision, business process, application and infrastructure - IT departments could reuse common business tools and make better use of existing IT infrastructure.

Unisys is already taking business process components used by clients in the financial services sector and re-selling them across the industry. By sharing intellectual property with Unisys, some customers may receive preferential licensing terms or software maintenance deals.

The Business Blueprinting software relies on internet data standard XML to define its components so they can be reused in different businesses. Unisys has also teamed up with IBM and Microsoft to incorporate web services development software into its Blueprinting product.

But to benefit from the Blueprinting software, companies must know how to define their business vision, something many companies may struggle to do.

"The challenge for most organisations is pinpointing what the challenges are," said Menzigian. "It is being able to identify what process makes your company run."

"Many companies do not have a very thorough understanding around these processes. They need to identify how they can benefit from this transformation."

Unisys chief executive Larry Weinbach said IT departments need to get closer to business

## Exhibit K-1

site:unisys.com "business blueprinting" visible -3D - Google Search

http://www.google.com/search?q=site:unisys.com+%22busine

tim.galebach@gmail.com | [My Account](#) | [Sign out](#)

**Google** [Web](#) [Images](#) [Groups](#) [News](#) [Froogle](#) [Local](#) [more »](#)

site:unisys.com "business blueprinting" visible -3D  [Advanced Search](#) [Preferences](#)

**Web** Results 1 - 2 of 2 from unisys.com for "business blueprinting" visible -3D. (0.12 seconds)

**Tip:** Try removing quotes from your search to get more results.

[\[PDF\] WHITE PAPER](#)  
File Format: PDF/Adobe Acrobat - [View as HTML](#)  
spikes **visible** or do they silently fall behind? Does the vendor bear any risks ... Our **business blueprinting** process works ✓ we ...  
[www.unisys.com/public\\_sector/insights/insights\\_\\_compendium/Nine\\_Document\\_Mgmt\\_Risks\\_WP.pdf](#) - [Similar pages](#)

[\[PDF\] WHITE PAPER](#)  
File Format: PDF/Adobe Acrobat - [View as HTML](#)  
spikes **visible** or do they silently fall behind? Does The vendor bear ANY Risks ... our **business blueprinting** process works ✓ we ...  
[unisys.com/public\\_sector/insights/insights\\_\\_compendium/Nine\\_Document\\_Mgmt\\_Risks\\_WP.pdf](#) - Supplemental Result - [Similar pages](#)

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Find Solutions for your **Business**  
Free Reports, Info & Registration!  
[www.KnowledgeStorm.com](#)

**Free!** Get the Google Toolbar. [Download Now](#) - [About Toolbar](#)

Google

site:unisys.com "business blueprinting"

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# About Unisys

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## Unisys Names McGrath Chief Executive Officer Effective January 1, 2005; Weinbach to Continue as Chairman

### Appointment Effects Smooth Transition in CEO Role at Unisys

**BLUE BELL, Pa., October 22, 2004** – The Board of Directors of Unisys Corporation (NYSE: UIS) announced today that Unisys President and Chief Operating Officer Joseph W. McGrath, 52, will become President and Chief Executive Officer of Unisys effective January 1, 2005. Current Unisys Chairman and CEO Lawrence A. Weinbach, 64, will continue as chairman through January 2006.

Today's announcement is the result of a succession planning process undertaken by the Board of Directors over the last several years. In April 2004, the Board had elected McGrath president and chief operating officer. Prior to this role, McGrath had been corporate executive vice president and president, Enterprise Transformation Services (ETS), at Unisys.

"Joe is the right person with the right skills to lead Unisys at this point in our evolution," Weinbach said. "In the five years that Joe and I have worked together, he has made major contributions to our successful transformation to a services-led, technology-enabled provider. Through his vision and leadership, we have transformed the skills and profile of our services business, moved into higher value-added businesses, launched the leading-edge **Unisys 3D Visible Enterprise strategy**, and achieved good growth in our consulting and systems integration and outsourcing businesses. I am confident that he will lead the company to accelerated profitable growth in the years to come."

"I am extremely excited by this opportunity," McGrath said. "I believe we are at an inflection point in the development of the IT services industry – a time when clients are looking for providers with deep industry expertise, in-depth technology understanding, and end-to-end, standards-based services offerings. Because of our work in recent years, Unisys today is positioned to capture this opportunity. We have the right strategy, the right portfolio, and the right people and skills to be a force in this industry, and I look forward to leading the company to the next level of success."

McGrath joined Unisys in January 1999 as senior vice president of major accounts sales and chief marketing officer. Since that time he has held a number of key management positions, including president

Exhibit L (page 2 / 2)

and COO and president of Enterprise Transformation Services. Prior to joining Unisys, he was vice president and general manager of Xerox Production Color Systems, and held a number of other sales, marketing and management roles there from 1989 to 1998. He joined Xerox from the Gartner Group, a worldwide information technology firm, where he was vice president and service director. McGrath holds a bachelor's degree from Rutgers University.

#### About Unisys

Unisys is a worldwide technology services and solutions company. Our consultants apply Unisys expertise in consulting, systems integration, outsourcing, infrastructure, and server technology to help our clients achieve secure business operations. We build more secure organizations by creating visibility into clients' business operations. Leveraging Unisys 3D Visible Enterprise, we make visible the impact of their decisions – ahead of investments, opportunities and risks. For more information, visit [www.unisys.com](http://www.unisys.com).

####

RELEASE NO.: 1004/5489

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Jacqueline Lewis, 215-986-5204

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Investor Contact:

Jack McHale, 215-986-6050

[jack.mchale@unisys.com](mailto:jack.mchale@unisys.com)

<http://www.nyse.com/Frameset.html?displayPage=/events/1097187222546.html>

nyse magazine - M&A  
10/01/2004

## Cross-Pollinate

How hardworking companies reap the benefits of smart post-merger integrations.

By John R. Quain

The deal may be sweet, the acquisition price attractive and the benefits of new markets or new products obvious. But, say the experts, even a honey of a deal can come back to sting you if you don't tend to a new acquisition with care.

"There are times when the best deals you do are the deals you don't do," admits Warren Kanders, CEO of Armor Holdings Inc. (AH).

. . .

### 1. Map Integration Before Closing the Deal

Think about key integration elements before the deal is inked, says Dominick Cavuoto, corporate vice president and president of global financial services at Unisys Corp. (UIS). Cavuoto, who advises financial services companies on integrations and business processes, points to a tier-one financial services client that has asked Unisys to "blueprint its business," because the firm is looking to make an acquisition. "To ensure that the deal goes well, the financial services firm wants first to understand their own business processes and how they might form an even better match with a potential target," Cavuoto says.

"It's our philosophy that integration begins the moment you start doing due diligence," says Anne Madden, vice president of corporate planning and development, who oversees M&A activities at Honeywell International Inc. (HON). "We're looking for synergies and opportunities and how we would integrate the target company from the start."

Consequently, any proposed acquisition at Honeywell requires an integration plan that spells out issues such as whether plants have to be moved and how new distribution channels will work, Madden explains.

She says this approach was developed in 2002 after her company closely examined its acquisitions over the previous decade and then applied lessons learned from Honeywell's Six Sigma quality-control efforts. Since then, she says, each of the company's 15 to 20 completed acquisitions is meeting or exceeding its original goals. "Before we sign our deals, we have a review with Dave Cote, our chairman and CEO, and during that process he reviews the preliminary integration plan," explains Madden.

### 2. Customize the Integration Process

“A lot of people focus on due diligence, thinking that if they can make the numbers work” on paper before the purchase takes place, “the acquisition will be fine,” points out Cavuoto from Unisys. “But as we’ve learned, it doesn’t work that way at all.” Cavuoto says the lessons of the 1980s and 1990s demonstrate that companies need to more carefully examine the ramifications, which affect its systems, culture and organizational chart, that an acquisition will have on the existing business.

Toward that end, Cavuoto led the development of Unisys’ 3D Visible Enterprise (3D-VE), a methodology and set of tools and practices that shows how various levels of an organization interrelate, from the infrastructure level through the operational and business processes levels, and up to the corporate vision. Unisys, he explains, uses its 3D-VE methodology to deploy Web-based software in “3D Blueprints” that map a company’s procedures across all layers and helps it better understand cause-and-effect relationships between a corporate vision and the technology and business processes that support it (see “The Unisys Motto,” next page).

“If you just depend on cost synergies to make it work, the acquisition will fail,” warns Richard Heckmann, chairman and CEO of ski maker K2 Inc. (KTO). “You have to look for revenue synergies.” By his count, Heckmann has conducted more than 280 acquisitions over the course of his career. He became K2 CEO in October 2002, a year when the company reported a net income of \$12.1 million. K2 projects its net income to be approximately \$40 million for 2004. According to Heckmann, a month after he stepped into the CEO’s office, K2 acquired baseball-equipment maker Rawlings Sporting Goods Co. for \$72 million. That, continues Heckmann, was followed by an aggressive set of acquisitions, ranging from fishing-tackle icon Shakespeare to Tubbs Snowshoes. The company reports it has gone from 2,000 employees in 2002 to 4,700 currently.

. . .

Exhibit N -- Filed separately under seal.

**Eric L. Hartman**e-mail: [ehartman@astro.temple.edu](mailto:ehartman@astro.temple.edu)

---

**OBJECTIVE:** Highly motivated, team oriented professional looking to obtain an entry-level position in the field of information technology.

**EDUCATION:** **TEMPLE UNIVERSITY**, Fox School of Business & Management  
Bachelor of Business Administration: **Graduation:** January 2004  
**MAJOR:** Management Information Systems

**EXPERIENCE:** **Team Projects**, Temple University, Philadelphia, PA, Fall 1997 – Fall 2003

- Worked in a three-member team for Temple University's senior design project to design and fabricate Vcomps Customer Support and Inventory System. Project purpose was to provide increased level of customer support and sale volumes through e-commerce site and control in stock inventory.
- Worked in a three-member team for Temple University's senior design project to design and fabricate an interactive e-commerce site for sales and customer support for Washington Flowers.
- Worked in a five-member team for Temple University's Database management course to design and fabricate a database for a car dealership using Access.

**Individual Project**

- Created my personal web page for a class competition at Temple University. Designed my personal web page using HTML and Adobe ImagReady 7.0. Also received a \$500 Award from Temple University for Best Web Page Design (Sponsored By NASA), 1998

**Restaurant Service**, Erwin's Country Kitchen, Trevose, PA, May 1995–Present

- Currently work as a short order cook, food preparer, dishwasher and busboy.
- Various kitchen and food preparation responsibilities.
- Training and supervising of new employees for kitchen duties.

**COMPUTER SKILLS:**

**Languages:** ASP, C, C++, HTML, SQL  
**Operating Systems:** Microsoft Windows (all versions)  
**Applications:** Adobe ImagReady 7.0, Adobe Photoshop 7.0, AutoCAD, Borland C++, Macromedia Flash 4.0, Microsoft Office (all versions), Microsoft Visual C++ 6.0, MINITAB, Visible Analyst, Visio

**ACTIVITIES & AWARDS:**

- Association for Computing Machinery, 1999 - present
- \$500 Award from Temple University for Best Web Page Design (Sponsored By NASA), 1998
- Richard Keyser Award for Drafting, 1997
- Volunteer, Friends of Pennypack Park
- Interests – learning about and working on cars and computers

## JOE MIS

JoeMIS@temple.edu

57 Information Systems Street | Hardware| HP | 10008 | 555.555.5555

---

OBJECTIVE: A full-time position in business and systems analysis.

EDUCATION: TEMPLE UNIVERSITY, Fox School of Business, Philadelphia, PA  
**Bachelor of Business Administration, Graduation: May 2006**  
**Major: Management Information Systems**  
GPA: 3.4, Major GPA: 3.75 Dean's List: Fall 2002

SELECTED COURSES:  
Systems Analysis & Design, Database Management Systems  
Managing Global Information Systems Projects

ACTIVITIES AND AWARDS:  
☐ IT Leaders Scholarship, Irwin L. Gross eBusiness Institute, 2004-2005  
☐ Vice President, Association for Computing Machinery, 2002-2003

INFORMATION SYSTEMS PROJECTS:  
☐ Analyzed the requirements and created a prototype for a Real Estate Database Management System that tracks properties, vacancies, rent, payroll, appointments, and maintenance requests.  
☐ Led the analysis, design and development of a Radio Frequency Identification System (RFID) for tracking, identifying, and registering automobiles for a leading automobile manufacturing company.

INFORMATION TECHNOLOGY SKILLS:  
Analysis: Visio, Rational, Visible Analyst  
Software Development: Visual Studio, .NET and Java  
Web Development: HTML, ASP, Microsoft FrontPage  
Database Management: Oracle11i, Microsoft Access, SQL plus, SQL, PL/SQL  
Project Management: Microsoft Project

EXPERIENCE: BLOOMBERG, L.P., New York, NY May 2005 – August 2005  
**Intern**

- ☐ Assisted with client registration of Bloomberg Secure Access Technology (BSAT).
- ☐ Analyzed competing technologies and created a report.
- ☐ Assisted with creating the analysis and business case for internal funding.

BROOKS BROTHERS, Philadelphia, PA October 2003 – Present  
**Sales Associate & Greeter**

- ☐ Selected as Member of Brooks Brothers Tuition Reimbursement Program, where company sponsors fifty percent of my tuition.
- ☐ Provide customer service for the country's oldest clothing retailer.
- ☐ Replenish inventory and assisted with the arrangement of new products.

SKILLS & LANGUAGES:  
Russian and Ukrainian – fluency  
Certified in CPR and first aid

Exhibit Q submitted separately due to file size.



**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

VISIBLE SYSTEMS CORPORATION,

Plaintiff

v.

UNISYS CORPORATION,

Defendant

C.A. No. 04-CV-11610-RGS

**ORDER**

IT IS HEREBY ORDERED, in response to Plaintiff Visible Systems Corporation's "Motion to Compel Responses by Defendant Unisys Corporation to Interrogatories and Requests for Production" filed with this Court on April 5, 2006, as follows:

1. Defendant's objections to Plaintiff's interrogatories nos. 1-7, 10, 12, 14, and 20 are overruled and stricken and Defendant shall serve supplemental answers to same within \_\_\_\_\_ days of the date of this Order;
2. Defendant's objections to Plaintiff's requests for production of documents nos. 7-11, 13, 14, 20, and 26 are overruled and stricken and Defendant shall produce supplemental documents in response to same within \_\_\_\_\_ days of the date of this Order; and
3. Defendant Unisys Corporation shall pay Plaintiff's reasonable costs and attorneys fees related to the bringing of the instant motion.

SO ORDERED:

\_\_\_\_\_  
Stearns, J.

DATED: